



September 11, 2007

Marlene Dortch  
Office of the Secretary  
Federal Communications Commission  
445 12th Street, SW  
Washington, DC 20554

**VIA ECFS**

Re: Notification of Subscriber Transfer Pursuant to 47 C.F.R. § 64.1120(e)  
CC Docket No. 00-257

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Dear Ms. Dortch:

Time Warner Telecom Inc. ("Time Warner Telecom") hereby files this letter pursuant to Section 64.1120(e) of the Commission's Rules to notify the Commission of the transfer of subscribers in a *pro forma* transaction as described below.

*Names of the Parties to the Transaction:* Time Warner Telecom of Arizona LLC, a wholly owned subsidiary of Time Warner Telecom, will acquire subscribers from its sister company, Xspedius Management Co. Switched Services, LLC and Xspedius Management Co. of Pima County, LLC ("Xspedius affiliates").

*Types of Telecommunications Services Provided to Affected Customers:* Xspedius affiliates provide local, long distance, private line and toll services in Arizona. Time Warner Telecom of Arizona LLC will provide the same services on the same terms, rates, and conditions.

*Date of the Transfer:* The parties anticipate that the affected customers will be transferred to Time Warner Telecom of Arizona LLC on or after October 11, 2007 .

*Certification of Compliance:* Time Warner Telecom hereby certifies that it has provided advanced subscriber notice in accordance with Section 64.1120(e)(3) of the Commission's rules. 47 C.F.R. § 64.1120(e)(3). Time Warner Telecom further certifies that it has complied with the obligations specified in the notice and any other applicable statutory and Commission requirements.

*Copy of Notice Sent to Affected Subscribers:* Attached hereto is a copy of the advance notice that was mailed to affected subscribers on September 11, 2007. If no alternative

provider is selected, the subscribers will become customers of Time Warner Telecom of Arizona LLC.

Should you have any questions, please do not hesitate to contact me.

Very truly yours,

Don Shepheard  
VP-Federal Regulatory Affairs  
Time Warner Telecom



September 11, 2006

**AN IMPORTANT NOTICE REGARDING  
TELECOMMUNICATIONS SERVICES FROM  
XSPEDIUS MANAGEMENT CO. SWITCHED SERVICES, LLC,  
XSPEDIUS MANAGEMENT CO. OF PIMA COUNTY, LLC SERVICES**

Xspedius recently sold its Arizona regulated telecommunications assets to Time Warner Telecom Inc. Time Warner Telecom Inc. is now consolidating all of its Arizona regulated telecommunications assets into Time Warner Telecom of Arizona LLC ("Time Warner Telecom of Arizona"), a subsidiary of Time Warner Telecom Inc. Following this consolidation, Xspedius will no longer provide telecommunications services in Arizona. The transfer of your service to Time Warner Telecom of Arizona will be completely transparent to you and requires no action on your part.

Time Warner Telecom anticipates that the date for the transfer may be as soon as thirty (30) days from the date of this letter (or soon thereafter) when the necessary regulatory approvals are obtained. At that time, Xspedius will no longer be your service provider. Time Warner Telecom is confident that you will be pleased by the products and services available from Time Warner Telecom. Additionally, the Xspedius products and services you receive today will, for the term of your contract, be supplied by Time Warner Telecom. Time Warner Telecom recognizes that you have a choice of telecommunications carriers. Thus, you may choose, within 90 days of receiving this notice, to discontinue service with Time Warner Telecom without penalty. If you choose to discontinue service with Time Warner Telecom of Arizona, you must select a new provider as soon as possible. If you have not notified us that you have arranged with another carrier for service to commence on or before the date Xspedius discontinues its service, you will automatically become a Time Warner Telecom customer. You will not incur any charges for the change to Time Warner Telecom of Arizona.

Please be aware that you are responsible for paying all bills rendered to you by Xspedius during this transition. You may be subject to termination of your service in accordance with the terms of your contract and applicable Commission rules if you fail to pay your telephone bill.

Xspedius remains committed to providing you with excellent service during this period of transition. If you have any questions regarding this notice or your service, please call 1-800-937-7473. You may also direct questions regarding this notice to the Consumer Services Section of the Arizona Corporation Commission Staff at 602-542-4251 or 1-800-222-7000.

Time Warner Telecom of Arizona looks forward to meeting your telecommunications needs including bundled packages of voice and data services, local phone service, Internet access, and managed networking solutions.